

**HALMA FINANCING LIMITED**  
(the "Company")

PRIVATE COMPANY LIMITED BY SHARES

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**SHAREHOLDERS' WRITTEN RESOLUTION  
CIRCULATED ON 2 MARCH 2012  
PURSUANT TO CHAPTER 2  
OF PART 13 OF THE COMPANIES ACT 2006**

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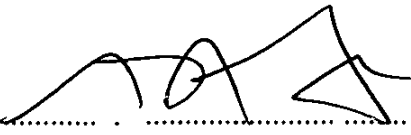
Pursuant to Chapter 2 of Part 13 of the Companies Act 2006, the directors of the Company propose that the following resolutions be passed as a special resolution.

**SPECIAL RESOLUTION**

That the amount standing to the credit of the share premium account of the Company be reduced by £4,277,891 29 (four million two hundred and seventy-seven thousand eight hundred and ninety one pounds Sterling and 29 pence)

Please read the explanatory notes at the end of this document before signifying your agreement to the resolutions.

We, the undersigned, were at the time the resolutions were circulated entitled to vote on the resolutions and irrevocably agree to the resolutions.

Signed   
for and on behalf of Halma p.l.c

Date 2 March 2012



LD1 06/03/2012 #19  
COMPANIES HOUSE